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May 20, 2002

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When calling relative to this
matter, refer to file No. 1076.

Honorable Felix J. Boudreaux
Commissioner of Conservation
Office of Conservation
P. O. Box 94275
Baton Rouge, Louisiana 70804-9275

RE: Hill Sand
Hill Zone, Reservoir B
Ada Field
Bienville and Webster Parishes, Louisiana

APPLICATION FOR PUBLIC HEARING

Dear Sir:

Phillips Petroleum Company hereby makes application pursuant to the revised rules of procedure for a public hearing to consider evidence relating to the following matters pertaining to the Hill Sand and the Hill Zone, Reservoir B, in the Ada Field, Bienville and Webster Parishes, Louisiana:

1. To dissolve a Hill Sand unit in the Ada Field, being a unit created by Office of Conservation Order Nos. 99-G and 99-K and prior orders of the 99 Series of Office of Conservation Orders, which unit comprises the following land:

Southeast Quarter of Section 35 and Southwest Quarter of Section 36, in Township 18 North, Range 8 West; and Northeast Quarter of Section 2, and Northwest Quarter of Section 1, in Township 17 North, Range 8 West, Bienville and Parishes, Louisiana,

as shown outlined on the plat attached hereto and made part hereof, which unit has been designated HILL SUY.

2. To simultaneously establish one additional drilling and production unit for the exploration for and production of gas and condensate from the Hill Zone, Reservoir B, in the Ada Field, Bienville and Webster Parishes, Louisiana, to be

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designated HILL RB SUH, as shown outlined on the plat attached hereto and made a part hereof;

3. To force pool and integrate all of the separately owned tracts, mineral leases and other property interests within HILL RB SUH in accordance with Section 10, Title 30, of the Louisiana Revised Statutes of 1950 with each tract sharing in unit production on a surface acreage basis of participation;
4. To designate Phillips Petroleum Company as operator of HILL RB SUH and to designate the Phillips Petroleum Company - Willamette A No. 1 Well as the unit well for HILL RB SUH at an exceptional location, and the Phillips Petroleum Company - Stark B No. 3 Well as an alternate unit well for HILL RB SUH, at the locations shown on the plat attached hereto and made a part hereof;
5. To extend existing field rules to the proposed unit, as appropriate, except to the extent inconsistent herewith; and,
6. To authorize the unit allowable for HILL RB SUH to be recovered from the unit well, from the alternate unit well, or from any combination thereof, at the discretion of the operator.
7. To consider and cover such other matters as the Commissioner of Conservation may deem appropriate and necessary under the circumstances.

The Hill Sand in the Ada Field, Webster and Bienville Parishes, Louisiana, was originally defined in Office of Conservation Order No. 99-G, effective on and after December 8, 1950.

The Hill Zone, Reservoir B, in the Ada Field, Webster and Bienville Parishes, Louisiana, was fully defined in Office of Conservation Order No. 99-G-12, effective on and after August 29, 1995.

Any pertinent data relating to this matter can be obtained at the cost of the requesting party, from Ms. Niki Patel, Phillips Petroleum Company, P. O. Box 1967, Houston, Texas 77251-1967, telephone number (713) 669-7916.

The attached list includes the names of all Interested Owners, Represented Parties and Interested Parties known to Applicant after a diligent search and a copy of this application, with plat attached, is

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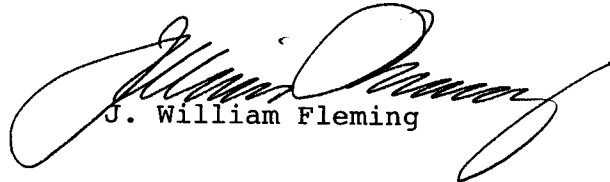
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being sent to each such party. Pursuant to Office of Conservation regulations, such list of parties is being furnished only to the Commissioner of Conservation and to the District Manager of the Shreveport District of the Office of Conservation; however, the list of parties will be provided to any person requesting a copy of the list. Also enclosed is the application fee in connection with this matter.

Yours very truly,



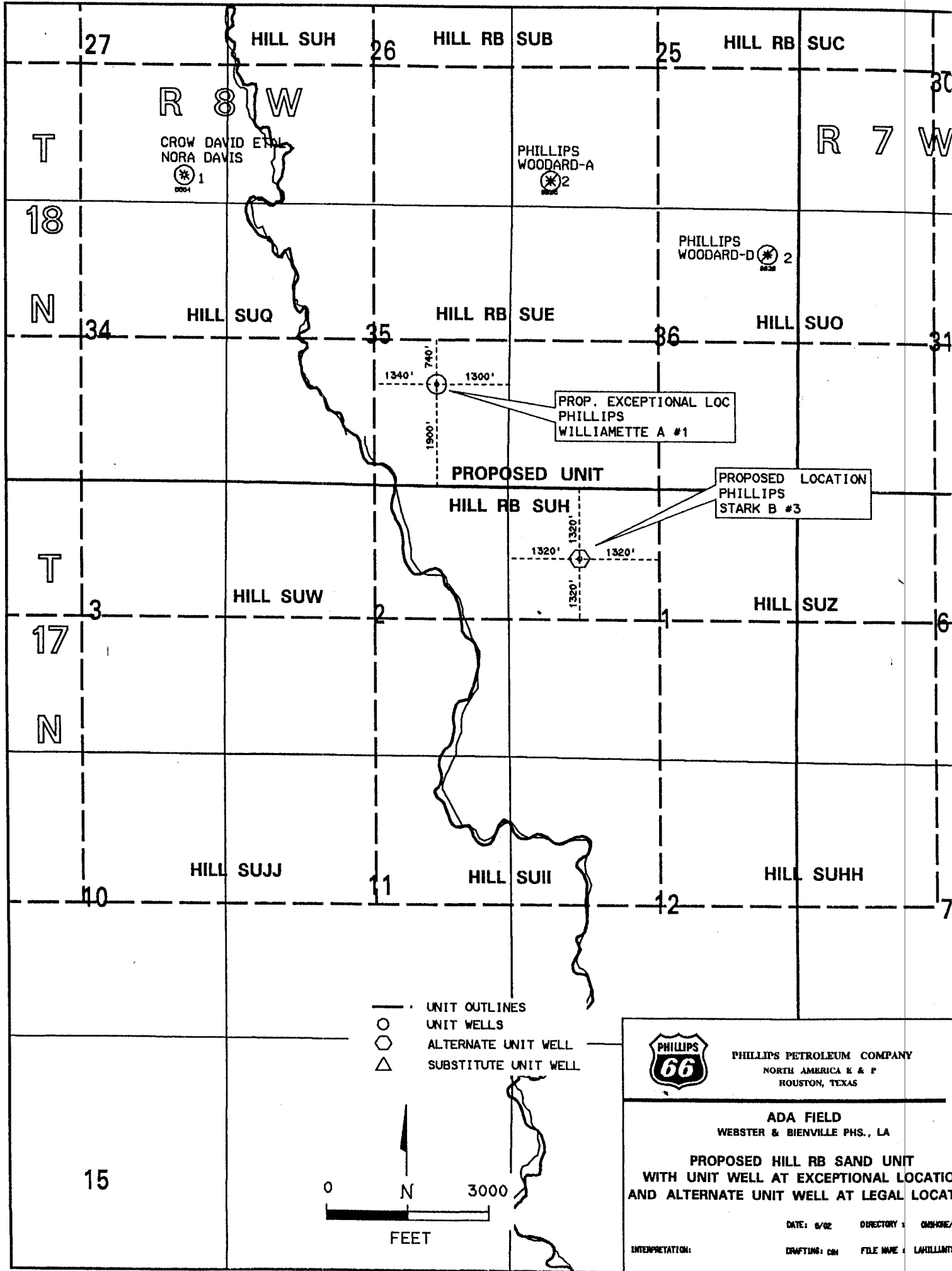
J. William Fleming


JWF:sap

Enclosures

cc: James C. Broussard, District Manager

Interested Owners, Represented
Parties and Interested Parties





PHILLIPS PETROLEUM COMPANY
NORTH AMERICA E & P
HOUSTON, TEXAS

ADA FIELD
WEBSTER & BIENVILLE PHS., LA

PROPOSED HILL RB SAND UNIT
WITH UNIT WELL AT EXCEPTIONAL LOCATIO
AND ALTERNATE UNIT WELL AT LEGAL LOCAT

DATE: 6/02 DIRECTORY : ONSHORE/1
INTERPRETATION: DRAFTING: CH FILE NAME : LAHILLINS